EXHIBIT G

Reply to QAI Correspondence of March 26, 2001

PERRY, PERRY & PERRY

STEWART R. PERRY SHAWN M. PERRY SHANE C. PERRY ATTORNEYS AT LAW
SUITE 270, PARKDALE 1
5401 GAMBLE DRIVE
MINNEAPOLIS, MINNESOTA 55416
TELEPHONE: (952) 546-3555
FACSIMILE: (952) 546-3855
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LEGAL ASSISTANT.

JEROME L JAYNES

WRITER'S DIRECT DIAL NO. (952) \$46-3845

April 6, 2001

VIA FACSIMILE AND MAIL

Jeffrey W Ogren, Esq. Bochetto & Lentz, PC 1524 Locust Street Philadelphia, PA 19102

Re

Inmark, Inc.

Protel Advantage, Inc.

LoTel, Inc.

Dear Mr Ogren:

We have conducted an investigation and consulted my Client's regulatory counsel regarding the USF issue that you and I have been discussing this week.

On March 26, 2001 Christine Cotton sent a letter to my Clients stating that they had to sign a Universal Connectivity Charge Exemption Certification attached to her letter. Regulatory counsel has advised that this is an attempt to improperly shift the obligation to submit FCC Forms 499S and 499A to the USAC and to pay the associated obligations from QAI to my Clients. (See, e.g., Instructions for FCC Form 499A.) Accordingly, my Clients have been advised by regulatory counsel to decline the invitation to sign the Certifications.

After consulting with USAC and regulatory counsel, it is clear that the USAC Statement of Account sent to LoTel' in care of QAI dated March 21, 2001 is for obligations arising from the FCC Form 499S for the period January 1, 2000 to June 30, 2000. The report was prepared for LoTel by QAI. Since QAI passed through the anticipated cost of the USF obligation to the end-user customers and collected the proceeds from the customers for the year 2000, it is obligated to pay the USF obligations billed in 2001 Likewise, for any customers QAI continues to bill, it is obligated to report and pay the USF obligation.

Inmark and Protel have not received similar letters from Ms. Cotton or invoices from USAC.

QAI's responsibility to report and pay should be no surprise because QAI has previously acknowledged its responsibility in a letter dated August 21, 2000. In referring to its obligation to pay USF billings arising from the 499S filed in September 2000 QAI stated: "Since we [QAI] are collecting the USF revenue, we will continue to pay the USF bills." This admission together with other legal equitable principles makes it clear that QAI is responsible for the payment and reporting for the periods in which it billed and/or collected revenue from the customers.

As stated in my April 4 and 5, 2001 letters to you, on behalf of all of my Clients, we expect that QAI will do the following:

- 1. File FCC Form 499A for January 1, 2000 through the date QAI stopped collecting revenue from customers transferred to my Clients in mid-December 2000.
- 2. File FCC Form 499A (due on April 2, 2001) for any end-user customers billed under the Inmark, Protel and LoTel brands for customers that were not transferred to Northstar, continue to file future reports and make future payments for such customers.
- 3. Pay all USAC invoices that are attributable to the FCC Forms 499S filed in September 2000.
- 4. Pay all USAC invoices that are attributable to the filing of FCC Forms 499A that were due on April 2, 2001.
- 5. File all reports and pay all obligations for the TRS, LNP and NANP to the extent they are not covered by items 1-4 above for the periods in which QAI was and is billing the customers.

My Clients will file reports and pay the obligations from the time they began billing the customers.

I will be on vacation next week. If there are any issues that arise related to this letter when I am on vacation, you may contact Patrick Crocker, Regulatory Counsel for my Clients at the following address and telephone number:

Early Lennon Crocker & Bartosiewicz 151 South Rose Street Suite 900 Kalamazoo, MI 49007 (616) 381-8844

As requested in my letters of April 4 and 5, 2001, please confirm that QAI will make the forgoing payments and regulatory filings.

April 6, 2001 Page 3

Shawn M. Perry

SMP/ma

Encl.

cc: Jeffrey Tibbets, Esq. (via facsimile 202-973-2891)

Patrick Crocker, Esq. (via facsimile 616-349-8525)

Clients

PS After this letter was prepared, but before it was faxed we spoke and you faxed me the revenue data this afternoon. I want to make it clear that our final position is set forth in this letter.

EXHIBIT H

Petitioner's 2001 Form 499-A

2001 FCC Form 499-A Telecommunications Repo	Approval by OMB 3060-0855			
Block 1: Contributor Identification Information	g due April 1	r carriers must refile	Blocks 1, 2 and 6 if there are any change	es in Lines 104 or 1.12. See Instructions
101 Filer 499 ID (If you don't know your number, contact the administ If you are a new filer leave blank and a Filer 499 ID will be assig	rator at (973)-560-4400	819152		of Elico 1016 112 Gee Hauddons
102 Legal name of reporting entity	American Cybe	r Corp. d	/b/a Discount Plus :	f/k/a Key Communications
103 IRS employer identification number	31-1575012			
104 Name telecommunications service provider is doing business as		Discoun	t Plus	
105 Principal communications business [Check the one that best de CAP/CLEC Cellular/PCS/SMR (wireless Local Reseller Operator Service Provider Prepaid Card Private Service Provider Shared-Tenant Service Provider If Other Local, Other Mobile or Other Toll is checked, describe carrier type / services provided	stelephony includy resale	•	ns Check one box only] Incumbent LEC Paging & Messaging Satellite Toll Reseller Other Mobile	Interexchange Carrier (IXC) Payphone Service Provider Wireless Data Other Toll
106 Holding company (All attituded companies should show some name never				
107 FCC Registration Number (FRN) [https://gullfoss2.fcc.gov/cores [For assistance, contact the CORES help desk at 877-480-3201				
108 Management company [if carrier is managed by another entity]				
109 Complete mailing address of reporting entity's corporate headquarters			son Road, Suite 110 , MN 55125	
110 Complete business address for customer inquiries and complain [if different from address entered on Line 109]	ts			
111 Telephone number for customer inquiries and complaints [Ti	oll-free number if available]	(651)-	714-7970	
112 All trade names that you have used in the past 3 years in provid	ng telecommunications			
services. This should include all names by which you are identif	ed on customer bills	9		
a Discount Plus		h		
b		1		
		J.		
d		k		
e		 -		
		m		
Use an additional sheet if necess PERSONS MAKING MILIPULLY FALSE STATEMENTS IN THE ADRIKSHEET	 		ail names used for carrier activi	

Block 2-A Personal Contact Information	,
201 Filer 499 ID [from Line 101]	819152
202 Legal name of reporting entity [from Line 102]	American Cyber d/b/a Discount Plus f/k/a/ Key Communications
203 Person who completed this worksheet	Patrick D. Crocker, Attorney-at-law
204 Telephone number of this person	(616) 381-8844
205 Fax number of this person	(616) 349-8525
206 E-mail of this person	telecomgroup
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	Patrick D. Crocker, Attorney 900 Comerica Bldg. Kalamazoo, MI 49007
208 Billing address and billing contact person [Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]	Patrick D. Crocker, Attorney 900 Comerica Bldg Kalamazoo MI 49007
Block 2-B Agent for Service of Process	All carriers must complete Lines 209 through 213 During the year carriers must refile Blocks 1, 2 and 6 if there are any changes in this section. See instructions
209 D.C. Agent for Service of Process per 47 U.S.C.413	CT Corporation Systems
210 Telephone number of D.C. agent	(202) - 393–1747
211 Fax number of D.C. agent	(202) - 393–1760
212 E-mail of D.C. agent	
213 Complete business address of D.C. agent for hand service of documents	1025 Vermont Ave NW Washington DC 20005
214 Alternate Agent for Service of Process (optional)	Patrick D. Crocker, Attorney-at-Law
215 Telephone number of alternate agent	(616) 381-8844
216 Fax number of alternate agent	(616) 349-8525
217 E-mail of alternate agent	telecomgroup@earlylennon.com
218 Complete business address of alternate agent for hand service of documents	900 Comerica Building Kalamazoo, MI 49007
PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEE	T CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE 18 U.S.C. §1001
	FCC Form 499.A February 2001

2001 FCC Form 499-A Telecommunications Repo	orting Worksheet	Page 3
Block 2-C: FCC Registration Information.	Carriers that provide interstate service must complete Lines 219 through 225 During the year, camers must refile Blocks 1, 2 and 6 if there are any changes in this section. See Instructions	
219 Chief Executive Officer (or, a similar senior-level official if the filing entity does not have such a position)	Daniel G. Coleman	
220 Business address of individual named above	check if same as Line 109 X	
221 Chairman (or, a similar senior-level official if the filing entity does not have such a position or if the Chairman also is listed on Line 219)		
222 Business address of individual named above	check if same as Line 109	
223 President (or, a similar senior-level official if the filing entity does not have such a position or if the President also is listed on Line 219 or on Line 221)	Daniel G. Coleman	
224 Business address of individual named above	check if same as Line 109	
jurisdictions in which service is likely to be provided in the next X Alabama Alaska American Samoa X Arizona X California X Colorado X Connecticut X Delaware District of Columbia Florida Georgia Guam Hawaii	Include jurisdictions in which service was provided in the past 15 months and 12 months Kentucky	
	T CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE 18 U.S.C. §1001	

2001 FCC Form 499-A Telecommunications Reporting W	OIKSHEEL	·		Page 4
Block 3: Carrier's Carrier Revenue Information				
301 Filer 499 ID [from Line 101]	819152			
302 Legal name of reporting entity [from Line 102]	American Cyber	d/b/a/ Discou	nt Plus f/k/a Key	Communications
Report billed revenues for January 1 through December 31, 2000		If breakouts are not boo	Brea	kouts
Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars.	Total Revenues	amounts, enter whole	Interstate	
the hearest thousand donars. However, report an amounts as whole donars	Revenues	percentage estimates Interstate Internation	_	International Revenues
See instructions regarding percent interstate & international	(a)	(b) (c)	(d)	(e)
Revenues from Services Provided for Resale by Other Contributors to	SOUTH TO THE	The state training	建设的的过去式和过去分词复杂	44.000
ederal Universal Service Support Mechanisms		· 有用 新 新 新 新 新 新	Ware responsible to the second	of the Arthur San Control
Excel local service				a- al Philographia
303 Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and		1		
PICC charges to IXCs				
a Provided as unbundled network elements				
b Provided under other arrangements				
304 Per-minute charges for originating or terminating calls				
a Provided under state or federal access tariff				
b Provided as unbundled network elements or other contract arrangement				
305 Local private line & special access				
306 Payphone compensation from toll carriers				
307 Other local telecommunications service revenues				
308 Universal service support revenues received from Federal or state sources				
Mobile services (including wireless telephony, paging & messaging, and other mobile services)	and the same of	"基础的基础		
309 Monthly, activation, and message charges except toll	, ,	18,-30	- I would do	1. 2. 4. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2.
<u>Ioll services</u>	_	in the second	The state of the s	77.12
Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)			355W	A STATE OF THE STA
311 Ordinary long distance (direct-dialed MTS, customer toll-free 800/888				
service, "10-10" calls associated monthly account maintenance, PICC				
pass-through, and other switched services not reported above)				
312 Long distance private line services	1	T T		
313 Satellite services		†		
314 All other long distance services	 			

	FCC Form 499-A Telecommunications Reporting W	OT KOTICCE				Page 5
	End-User and Non-Telecommunications Revenues Information Filer 499 ID [from Line 101]					
401	Legal name of reporting entity [from Line 102]	819152	1/1 / 5/	. 51	5/11/17/0	
402 Legal name of reporting entity [from Line 102] Report billed revenues for January 1 through December 31, 2000 Do not report any negative numbers Dollar amounts may be rounded to		American Cyber	If breakouts	are not book enter whole	is f/k/a Key Communications Breakouts	
See II	earest thousand dollars However, report all amounts as whole dollars nstructions regarding percent interstate & international	Revenues	percentagi Interstate	e estimates International	Interstate Revenues	International Revenues
Revenu 403	les From All Other Sources (end-user telecom, & non-telecom) Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	<u>(a)</u>	(b)	(c)	(d)	<u>(e)</u>
<u>Eved I</u> 404	Monthly service, local calling, connection charges, vertical features, and other local exchange, service charges except for federally tariffed subscriber line charges and PICC charges.				And the Person Manager	4 5 4 4 4 1 5 4 7 7 7 7 8 4 7 1 4 7
405	PICC charges levied by a local exchange carrier on a no-PIC customer and Tariffed subscriber line charges					
406	Local private line and special access service					
407	Payphone coin revenues	-				
408	Other local telecommunications service revenues					
Mobile	services (including wireless telephony, paging & messaging, and other mightle services)	8	4 12 B - September	Ca bles of all to	. 44 44 X	
409	Monthly and activation charges				·	
410	Message charges including roaming, but excluding toll charges					
<i>Toll se.</i> 41 1	nuces Prepaid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	,	* > x		, , , , , , , , , , , , , , , , , , ,	5 pr ,
412	International calls that both originate and terminate in foreign points		0%	100%		
413	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenues reported on Line 412					
414	Ordinary long distance (direct-dialed MTS, customer toll-free 800/888 service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)					
415	Long distance private line services					
416	Satellite services					
417	All other long distance services					
418	Enhanced services, inside wiring maintenance, billing and collection, customer premises equipment, published directory, dark fiber, Internet access, cable TV program transmission, and non-telecommunications service revenues (see instructions)				To the state of th	
419	Gross billed revenues from all sources [incl_reseller & non-telecom) [Lines 303 through 314 plus Lines 403 through 418]	SEE ADDENDUM	ATTACHED	HERETO A	ND INCORPORATED	HEREIN
420	Universal service contribution bases [Lines 403 through 411 & Lines 413 through 417]	SEE ADDENDUM	ATTACHED	HERETO A	ND INCORPORATED	HEREIN

2001	FCC Form 49	9-A Telecommunications Reporting	g Worksheet				Page 6
Block	5: Additional Re	venue Breakouts					
501 <u>I</u>	ller 499 JD [from	Line 101]	819152				
502 l	egal name of repo	orting entity [from Line 102]	American Cyb	er d/b/a Discount Plus	_f/k/a Key <u>Co</u>	mmunicatio	ons
		te to LNP administration and must provide the per- ne 603 to certify that they are exempt from this rec		•		Block 3	Block 4
		evenues reported in Block 3 and Block 4 billed in e est whole percentage Enter 0 if no service was pi				Carrier's Carrier (a)	End-User Telecom (b)
503	Southeast Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, and U.S. Virgin Islands					%	%
504	Western Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming					%	Ŷo
505	West Coast	West Coast California, Hawaii, Nevada, American Samoa, Guam, Johnston Atoll, Midway Atoll, Northern Manana Islands, and Wake Island					%
506	Mid-Atlantic	Delaware, District of Columbia, Maryland, N West Virginia	ew Jersey, Pennsylv	rania, Virginia, and		%	%
507	Mid-West Illinois, Indiana, Michigan, Ohio, and Wisconsin					%	%
508	Northeast	Connecticut, Maine, Massachusetts, New H	ampshire, New York	, Rhode Island, and Vermont		%	
509	Southwest Arkansas, Kansas, Missouri, Oklahoma, and Texas					%	%
510	Total	[Percentages must add to 0 or 100] SEE	ADDENDUM ATT	ACHED HERETO & INCORPO	RATED HEREIN	0 %	100 %
511	may be excluded	resellers that do not contribute to Universal Service of from a filer's TRS, NANPA, LNP, and FCC commed the filer has the option of identifying such rever	on carrier regulatory	fee contribution bases. To have the			
				(a) Total Revenues	Int	erstate and Interr	
	Revenues from	resellers that do not contribute to Universal Servic	e	\$	\$	and interi	- Carolina
PERSO	ONS MAKING WILLFL	JLLY FALSE STATEMENTS IN THE WORKSHEET CAN	BE PUNISHED BY FIN	E OR IMPRISONMENT UNDER TITLE 18	OF THE UNITED STATE	ES CODE, 18 US (C §1001

2001 FCC Form 499-A Telecommunications Report	rting Worksheet	Page 7
Block 6: CERTIFICATION: to be signed by an officer of the filer		
601 Filer 499 ID [from Line 101]	819152	
602 Legal name of reporting entity [from Line 102]	American Cyber d/b/a Discount Plus f/k/a Key Comm	unications
to be exempt from one or more contribution requirements should	s of reporting entities are required to file for which purposes. Any entity claiming so certify below and attach an explanation. [The Universal Service Administrator d on information provided in Block 4, even if you fail to so certify, below.] Universal Service	LNP Administration
	d confidential and that public disclosure of such information would likely ny I request nondisclosure of the revenue information contained herein mmission's Rules	<u> </u>
	ed in this Worksheet are true and that said Worksheet is an accurate evious calendar year. In addition, Leweat, under penalty of perjury, that all	
606 Printed name of officer	Daniel G. Coleman	
607 Position with reporting entity	CEO	
608 Date		
	Original filing Revised filing	
For additional information regarding this worksheet contact. Tel-	499 c/o NECA, 80 South Jefferson Road, Whippany New Jersey, 07981 lecommunications Reporting Worksheet information (973) 560-4400 or via e-mail CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES	

ADDENDUM TO 2001 FCC FORM 499-A TELECOMMUNICATIONS REPORTING WORKSHEET

FOR

AMERICAN CYBER CORP. d/b/a DISCOUNT PLUS f/k/a KEY COMMUNICATIONS

The following is submitted in further explanation of the information contained in the 2001 FCC Form 499-A for American Cyber Corp. d/b/a Discount Plus f/k/a Key Communications ("American Cyber").

Pursuant to contractual agreements and course of dealing between QAI, Inc. of 7700 Irvine Center Drive, Suite 605, Irvine, CA 92618 ("QAI") and applicable law and regulations, QAI was obligated to prepare Form 499 reporting worksheets for American Cyber, to timely file such reports and to pay all resulting USF and other resulting charges. This obligation is reflected among other things in the attached correspondence of August 21, 2000 from QAI to American Cyber, in which QAI reaffirmed its obligation to prepare and file reports of Form 499 information and to pay resulting USF and related charges.

EXHIBIT I

Letter of Appeal to Administrator USAC

EARLA, LEYMON, CROCKER & BARTOSIEWICZ, P.L.C.

V1 OBNEES VILLAW

1 PLEPHONE (616) 349-8525

1 PLEPHONE (616) 381-8844

1 PLEPHONE (616) 381-8844

OF COUNSEL

THOMPSON BENNETT JOHN T PETERS, JR. JOSEPH J BURGLE

(7661-9761)

MRIZHAT CELLING
ALLEFANI IBODA
ANTILWIB TOHROO
AVADREM 1 AOBBBICH
BOOK M. KINHIBET
BOOK M. KINHIBET
BOOK M. LATTOR

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I VMBF NCF YI BBF ALOV
AICHAEL D O CONAOB
DYLD C CROCKER
CY OBCF II I I ZOO

October 9, 2001

Letter of Appeal USAC 2120 L Street, NW, Suite 600 Washington, DC 20037

Legal Reporting Name: American Cyber Corp. d/b/a Discount Plus f/k/a Key Communications Filer 499 ID: 819152

We are the attorneys for American Cyber Corp. d/b/a Discount Plus f/k/a Key Communications, a Minnesota corporation ("American Cyber"). On behalf of American Cyber, we hereby appeal the decision by Universal Service Administrative Company "("USAC") set forth in the attached letter of September 12, 2001 from USAC to Patrick D. Crocker of this firm.

It is our position that USAC does not have the jurisdiction, authority or discretion to "reject" or choose to ignore a properly filed form 499-A. A review of the USAC letter of September 12, 2001 confirms that this is exactly what USAC is doing; it is receiving, reviewing and ignoring a properly completed and duly filed form 499-A. USAC is authorized to collect information using the form 499-A. USAC is not authorized by any law, regulation or delegation of authority to choose to ignore the information contained in the form 499-A.

In addition, the narrative explanation supporting and explaining the information contained in the 499-A is attached hereto, is repeated in full as if set forth verbatim. This is explanatory information. The giving of such explanation does not empower USAC to agree or disagree with the explanation or empower USAC to disregard the information contained in the 499-A. Nevertheless, the explanatory materials are reaffirmed and repeated and should be accepted by USAC.

If USAC is relying on other information to support its imposition of charges, specifically if USAC is relying on information provided to it by QAI, Inc. or other companies, such reliance is improper, not authorized by law and cannot form the legitimate basis for imposition of any charges whatsoever upon American Cyber.

For the reasons set forth above, American Cyber hereby appeals the decision or determination set forth in the attached letter of September 12. American Cyber requests that it be credited all amounts improperly charged against it as more fully explained in the attached materials.

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

October 9, 2001	
Page -2-	

Yours truly,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

Lawrence M. Brenton

LMB/dle

Enclosures

Email: lbrenton@earlylennon.com



Universal Service Administrative Company

Lori S Terraciano Associate Manager – Universal Service Revenue Administration

September 12, 2001

Patrick D. Crocker 900 Comerica Bldg Kalamazoo, MI 49007

Mr Crocker

This letter is in response to the April 2001 FCC Form 499-A filings that were submitted for American Cyber Corp. (Filer 499 ID 819152), Inmark, Inc. (Filer 499 ID 814681), LoTel, Inc. (Filer 499 ID 819396), Protel Advantage, Inc. (Filer 499 ID 809181), and Coleman Enterprises, Inc. These filings reported zero revenue for all of these companies for the period of January - December 2000.

Attached to each 499-A filing for the above mentioned companies was an addendum that stated QAI, Inc. was required to file the 499-A filings for these companies and pay all universal service charges related to these filings. This is not true according to FCC Rules. Please see pages 4-7 of the Instructions to the Telecommunications Reporting Worksheet (attached). Each legal entity is required to file their own 499-A filing reporting their own revenue. QAI may have provided a service to these companies in the past, but they are not obligated to file 499 filings for any of their resellers.

In the addendum, it is pointed out the QAI has agreed to file 499 filings on behalf of these companies, as proven in their August 21, 2000 letter. This letter states that QAI will be filing the September 1, 2000 FCC Form 499-S on their behalf. There is no mention of any future filings, other than the September 1, 200 499-S. Therefore, all of the above mentioned companies are required to submit the April 1, 2001 FCC Form 499-A on their own behalf.

Not all companies are required to contribute directly to the Universal Service Fund The following excerpts from the FCC's Form 499 Instructions on pages 5-7, will help to explain what companies are exempt from contributing to the Universal Service Fund:

Universal service exception for de minimis telecommunications providers

Section 54 708 of the Commission's rules states that telecommunications carriers and telecommunications providers are not required to contribute to the universal service support mechanisms for a given year if their contribution for that year is less than \$10,000.

47	C	F	R	8	54	708
T,	·	4	1/	v	J#	- / UC

чичируэгш contribution purposes and will not be required to contribute directly to universal service support support mechanisms would be less than \$10,000 are considered de minimis for universal service Figure 1 . Telecommunications providers whose estimated contributions to universal service Telecommunications Reporting Worksheet and enter the amounts from Line 420(d) and 420(e) in minimis standard. To complete Figure 1, potential filers must first complete block 4 of the Providers should complete the table contained in Figure 1 to determine whether they meet the de

September 12, 2001

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mechanisms and need not file this worksheet Government entities that purchase Certain entities are explicitly exempted from contributing directly to the universal service support Exception for government, broadcasiers, schools and libraries

to others, that entity is not required to file or contribute directly to universal service. In addition, telecommunications exclusively to public safety or government entities and does not offer services required to file or contribute directly to universal service. Similarly, if an entity provides interstate governmental entities licensed under Subpart B of Part 90 of the Commission's rules are not libraries, are not required to file or contribute directly to universal service. Public safety and local telecommunications services in bulk on dehalf of themselves, e.g., state networks for schools and

and non-profit health care providers are not required to file the worksheet or contribute directly to broadeasiers, non-profu schools, non-profu libraries, non-profu colleges, non-profu universities,

service. Systems integrators are providers of integrated packages of services and products that the resale of telecommunications are not required to file or contribute directly to universal Systems integrators that derive less than five percent of their systems integration revenues from

products) Entities that provide services only to themselves or to commonly owned affiliates need computer equipment, equipment maintenance, help desk functions, and other services and relationships with underlying carriers and vendors, provision of telecommunications and remote data processing services, back-office data processing, management of customer may include the provision of computer capabilities, interstate telecommunications services,

responsibility on these companies behalf. have a direct contribution obligation to USAC. Underlying carriers can not assume that Unless the above mentioned companies qualify for one of these exemptions, they will

Please submit completed April 1, 2001 FCC form 499-A filings to the following address

as soon as possible

Whippany, NJ 07981 80 S. Jefferson Rd. Attn. Lon S Terraciano Form 499- DCA

Exception for systems integrators and self providers

əjif 10u

מעוגה בשון שהגוכה

If you need help completing the 499A, please contact the Form 499 help line at 973-560-4460 or through e-mail at Form499@neca oig

I trust this information provides you with the background necessary to resolve your questions/concerns. Please contact the Form 499 help line at 973-560-4460 with any further questions.

Thank you,

cc:

Bill Davis (PWC)

1. Terraciano

Lisa Harter

ADDENDUM TO 2001 FCC FORM 499-A TELECOMMUNICATIONS REPORTING WORKSHEET

FOR

AMERICAN CYBER CORP. d/b/a DISCOUNT PLUS f/k/a KEY COMMUNICATIONS

The following is submitted in further explanation of the information contained in the 2001 FCC Form 499-A for American Cyber Corp. d/b/a Discount Plus f/k/a Key Communications ("American Cyber").

Pursuant to contractual agreements and course of dealing between QAI, Inc. of 7700 Irvine Center Drive, Suite 605, Irvine, CA 92618 ("QAI") and applicable law and regulations, QAI was obligated to prepare Form 499 reporting worksheets for American Cyber, to timely file such reports and to pay all resulting USF and other resulting charges. This obligation is reflected among other things in the attached correspondence of August 21, 2000 from QAI to American Cyber, in which QAI reaffirmed its obligation to prepare and file reports of Form 499 information and to pay resulting USF and related charges.

EXHIBIT J

David Wiegand Deposition Testimony

DAVID WIEGAND, VOL. VI, 10-25-02 JOANN TRUEDSON

STATE OF MINNESOTA 1	
1 - TARLE OF MINDESOLIA I	B78 Deposition of DAVID WIEGAND taken on the 25th
2 COUNTY OF WASHINGTON 2 da	of October, 2002, commencing at 12.20 pm, at the
1	firm of HENNINGSON & SNOTELL, 6160 Summit Drive,
a Minnesota corporation, and)	oklyn Center, Minnesota, before Lynn M Handberg,
a Nevada corporation,)	R. Court Reporter and Notary Public of and for the
Plaintiffs,)	i di
vs) No 004498	ite of Minnesota
QAI, INC , a Minnesota corporation) 7	******
8 PATHFINDER CAPITAL, INC , a Nevada) 8 Corporation, CHEETAH COMMUNICATIONS.)	
9 LLC, a California corporation,) 9 TERACOM TECHNOLOGY, LLC, a California)	APPEARANCES
	Behalf of the Plaintiffs
11 corporation, PATHFINDER COMMUNICATIONS) 11	Mark V Steffenson, Esquire
LLC, a Nevada limited liability) 12 company, PATHFINDER MANAGEMENT, LLC, a) 12	HENNINGSON & SNOXELL 6160 Summit Drive, Suite 640
California limited liability company) 13 PATHFINDER SERVICES, INC , a Nevada) 13	Brooklyn Center, Minnesota 55430
corporation, AD NET TELEMANAGEMENT,) 14 INC , a California corporation,) 14 On	Behalf of the Defendants
SOULFUL INVESTMENTS, INC , a Nevada) 15 corporation, and DAVID WIEGAND, and) 15	Jeffrey S Benice, Esquire
individual,	8 Corporate Park, Sulte 200 Irvine, California 92606
Defendants)	Tranc, Carryina Provi
AND RELATED CROSS-ACTION	i
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19 DEPOSITION OF VI	
20 DAVIE WIEGAND 20 Taken October 25, 2002	
21 Commencing at 12 20 p m 21	
22 REPORTED BY LYNN M HANDBERG 22	
23 PARADIGM REPORTING & CAPTIONING INC 23	
1400 RAND TOWER 24 527 MARQUETTE AVENUE SOUTH 24	
MINNEAPOLIS, MINNESOTA 55402-1331 25 (612) 339-0545 25	
877	P78
	NESS DAVID WIEGAND PAGE
DISTRICT CE MINNESOTA	
4 In Re Coleman Enterprises, Inc , 4 OB	rections 893, 895, 909, 956
5 Bankruptcy File No 00-33476GFK 5 EX	IBITS MARKED
6 12:	
7 In Re American Cyber corporation 7 12	Reports 881
8 Bankruptcy File No 00-33477GFK 8 130	Notes to financial statements 905
133	Balance sheet -137 (Attorneys' eyes only, attached
10 DEBTORS 10 13:	separately) 917
13:	3-8-00 memorandum 930
14:	1999 income achedule 936
12 JOINTLY ADMINISTERED 12 14:	8-17-99 memorandum 940
13 14	PCI 2000 management team memo 944
14 14 14 14 14	5-1-01 schedule of funds
15 14 14 14 15	Notes 951
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1 company because it's found on the top of a lot of the 2 faxes that are generated out of his facility.

Q This document appears to have been faxed to QAI in October of 1999?

à Yes

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Q Do you recall reviewing this document in or about late October, 1999?

A. Yes.

Q And who is Attorney MacBride?

10 A. MacBride was the outside counsel that I used for 11 QAI and for Cheetah in the state of California for 12 regulatory purposes

Q And Mr MacBride was the attorney that you had hired to deal with the California PUC with respect to the Coleman Enterprises matter?

16 A. No, I did not explicitly hire him to handle the
17 formal proceeding that was filed. I did have him
18 provide some consultation to me prior to the December
19 2nd order instituting an investigation by the California
20 PUC. And I did have him representing our interests in
21 some discussions with Dan Coleman's counsel, prior to
22 the filing of the order instituting an investigation,
23 with regard to the thought of him selling his companies
24 or his customer bases to us under the, under some terms
25 of -- potentially under the option that we had to buy

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the base or otherwise.

Q. Do you recall having discussions with Grant Lebens regarding his discussions with Mr Coleman's attorneys involving the California PUC investigation?

A. I had discussions with Grant occasionally about that topic, yes.

Q. And what do you recall of those discussions with Mr. Lebens about the status and process of the California PUC investigation?

A. What Grant Lebens was primarily responsible to
me for with regard to this action on the part of the PUC
is that I had him following up with Dan Coleman's
outside counsel to make sure we were getting all of the
copies of all of the documents that they had agreed to
provide to us, and he was also responsible in my behalf
to provide the information that we had agreed to provide
to their counsel

So primarily this kind of information was coming from Grant to me, or to our offices in California from Grant

Q Just so I understand how the 7 9 cent per minute plan worked, was that the charge then for both inter and intrastate calls for long distance?

A That rate was applicable to a product that was being sold that was a -- it was QAI's product, the long

distance billing product. And it was the intrastate rate And to the extent that we could match that rate on an intrastate basis in certain states, my direction was that we would But in some cases our cost was higher than that so we would have to charge more in certain states on an intrastate call than that rate

marked for identification.)

BY MR STEFFENSON:

Q. Showing you what's been marked as Exhibit 149
Did you have any discussions with Mr. White at or about
November, was it 1998, regarding the issue set forth in
this letter?

(Wiegand Deposition Exhibit No. 149

14 A. Regarding the rate applied on the USF, yes, I 15 did

Q. Did you recall having discussions with Mr. White regarding the last sentence of Ms. Mitchell's letter that says that, "As we discussed this increase could result in a substantial increase in end user complaints and adjustments?

A. I don't recall.

Q. Do you recall in or about this time having discussions with Mr White about the need for either QAI or Cheetah to increase the Universal Service Fund charges?

A. My recollection is that they used the Universal Service Fund rate and at that time we had to along with the rest of the marketplace response with some increase of our own to cover it

We would always, I would always expect it would have some impact on the customer base, the number of complaints and adjustments, I'm not sure that this one change though could be in my opinion characterized as having a potential for substantial change

Q. Can you explain to me why there was a need to increase it from 6 percent to 8.4 percent?

A Yeah, I believe that's what I was trying to explain just now is that there was, at some point during or prior to this period there was an increase in the rate that was charged by the FCC, and so we along with the rest of the marketplace made an adjustment to cover for that

Q. So why were you increasing it to 8.4 percent the net of all fees, costs and multipliers?

A When you generate, when you sucmit billings through USBI they have billing fees and other billing costs and some multiplier that I'm not all that familiar with that they must have applied to this. And so what my recollection is, and I don't remember this letter specifically, but my instructions were that we would,

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DAVID WIEGAND, VOL. VI, 10-25-02 JOANN TRUEDSON

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that if we were going to use 8.4 percent as what we thought we had to charge, that that would be the amount that we would realize after all of these other costs that we didn't have any control over were covered

Q. Well, if you're receiving 8 4 percent after all the other costs are covered, then you're obtaining an 8 4 percent profit, is that correct?

A No That's not correct That would just be the percent that we would collect before other forms of costs and dilution as well as the money that we had to l 11 turn around and pay

Q And when you say other money that you had to turn around and pay, did you have to pay on behalf of the resellers the USF fees?

A. We paid millions of dollars in USF fees out of 16 these receipts, yes

Q And you paid those on behalf of all the 18 resellers? Up to a certain point in time?

19 MR BENICE I'll object to that "on 20 behalf " The contract between the parties speaks for 21 itself and specifically excludes USF charges So the 22 resellers were telecommunications brokers. I would 23 object to the form of the question as resellers, 24 contract says they're independent marketers

of about 250,000 a month that we were paying for all of the USF obligations.

Q. And that would be whether it was for QAI's brand or for any other brands that were being sold through QAI?

A. For the brands that we took on that responsibility. The way the FCC has this deployed, the burden can be on the supplier like QAI or on the carrier like American Cyber, you can do it either way. The liability if it's not paid at American Cyber's level can easily be determined to be the responsibility of QAI 12 despite any arrangement you might have with the downline carrier. And so we decided to take on that 13 responsibility, and it was also consistent with the contract to do that

I might add that in order for us to avoid having Sprint take over the responsibility from us we had to sign an annual agreement with Sprint that indicated to them that we were, that QAI was responsible and was in compliance with all the USF obligations, otherwise they would have taken on the responsibility (Wiegand Deposition Exhibit No. 150 marked for identification.) BY MR STEFFENSON.

Q Showing you what's been marked as Exhibit 150,

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BY MR. STEFFENSON

25 obligation was QAI's

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Q Is it your understanding that the USF obligation was QAI's?

A In our situation that QAI took on that responsibility and it was

Q And did QAI pay those amounts that were owed with respect to the charges for American Cyber Corporation?

A We paid the federal USF on behalf of American 10 Cyper through a certain point, I believe, up until the 11 bankruptcy final file

Q Is there any reason you can think of as to why 13 those amounts for American Cyber would not have been paid through QAI, that is the USF fees?

15 A They were paid, they were paid I mean I recall 16 even after the bankruptcy filing, even after we realized we had lost, not just the Dan Coleman base but all of 18 the customer base for the most part, we still had 19 hundreds of thousands of dollars that we wired to the 20 FCC for USF payments for over nalf a million dollars [21] after, in the spring of 2001

22 Q Do you remember approximately how much the USF 23 fees were on a monthly basis for American Cyber 24 Corporation?

> A Not specifically I recall that we were upwards

does this letter from QAI to Coleman Enterprises accurately reflect that QAI was going to continue to pay the USF bills on behalf of Coleman Enterprises?

Q. And that was true also for as you just said American Cyber Corporation as well up until the bankruptcv?

A Right Yeah, not really, it was past the bankruptcy, it was up until the customer base was turned over. That would have been November.

O Up until November of 2000 when the customer base was turned over pursuant to the bankruptcy court order?

A Right.

Q Can you explain to me, Mr Wiegand, why it is you entered into a consulting agreement and an employment agreement with Cheetah Communications on or about May 1st, 1999?

A. I don't recall entering into both an employment and consulting agreement.

Q What do you recall entering into?

A I recall there was some confusion on the part

of -- what time frame was this?

Q. May 1999

24 A Right I recall there was some confusion on the part of Mr Shade who was handling the documentation for

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EXHIBIT K

Declaration of Daniel G. Coleman

DECLARATION OF DANIEL G. COLEMAN

1, Daniel G. Coleman, declare as follows

- I am the President and Chief Executive Officer of American Cyber Corporation (AACC@)
- I make this Declaration in connection with the Petition for Review filed before the Federal Communications Commission by ACC, requesting review of the Decision of the Universal Service Administrator
- On behalf of ACC, I signed the Independent Marketing Agreement attached to the Petition as Exhibit C Pathfinder Capital, Inc. or "PCI" was a holding company or management company affiliated with or doing business as QAI, Inc. of Irvine, California ("QAI"). QAI directly or through affiliates and by means of contractual arrangements with billing companies billed for and collected all revenues resulting from ACC's telecommunications operations. QAI as the wholesale carrier paid its underlying carrier (Sprint) and was contractually obligated to remit to ACC a margin after payment of this and other customer account related charges. In practice, however, ACC received virtually no "commission" or margin as QAI consistently reported that the charges associated with ACC's telecommunication services left no "commission" or margin to be paid to ACC.
- Specifically, by contract, by correspondence and by course of dealing, QAI agreed to and did bill ACC's customers Universal Service Fund charges, QAI collected and reserved all payments for same and QAI directly received the invoices for and paid Universal Service Administrative company charges. The forgoing all remained true in calendar year 2000. However, it appears that for some extensive period of time prior to 2001, QAI in fact did not pay USAC invoices as it was obligated to do. As shown by the attached March, 2001 invoice sent by USAC to QAI and later forwarded to ACC, monthly USAC charges at the time were only \$29,136.57 exclusive of a late payment fee but the "previous balance" was \$449,250.82, showing QAI failed to pay invoices sent it by USAC in 2000 and perhaps earlier.
- For reasons not directly known to me, QAI became involved in a dispute with underlying carrier Sprint late in calendar year 2000 which dispute, I am informed and believe, resulted in Sprint terminating the provision of telecommunication services to ACC's end user customers. As a consequence of this termination of service by Sprint, ACC lost approximately 50% of its customers before it was able to make new arrangements with an underlying carrier for the provision of telecommunication services to its customers.
- The reporting of calendar year 2000 revenues by QA1 and paying the resulting invoices was or would have been consistent with the contractual agreement between the parties, the course of dealing between the parties and the fact that prior to termination of service by Sprint, QAI had billed customers for and collected all Universal Service Fund charges attributable to ACC operations. ACC at no time agreed to assume such obligations for calendar year 2000 operations.

I declare under penalty of perjury that the foregoing is true and correct

Executed on July 15 th 2003

Daniel G Coleman



American Cyber Corporation c/o OAI. Inc. 7700 Irvine CenterDr. Suite 605 Irvine, CA 92618 Attention: Accounting Department Date 03/21/2001 Invoice #: UINV0040035405 Filer 499 ID: 819152

Mail Payment To:

Universal Service Administrative Company PO Box 371719 Pittsburgh, PA 15251-7719

STATEMENT OF ACCOUNT

Detail of Charges:

Date		Amount	Total
	Previous Balance		\$ 449,250.82
03/15/2001 03/15/2001 03/15/2001 03/15/2001 03/15/2001	High Cost Program Charges Low Income Program Charges Schools & Libraries Program Charge- Rural Health Care Program Charges Late Payment Penalty	14,223 54 3,537 50 11,336 46 39 07 3,109 05	
	Total Current C	Charges:	\$ 32,245.62
	Detail of Payments/Credits:		
Date		Amount	

Total Payments/Credits:

\$ 0.00

Balance Due USAC:

\$ 481,496.44

Payment must be received by 04/16/2001 to avoid late payment charges
Please remit pink copy with payment to ensure proper credit
Transactions occurring after 03/15/2001 are not reflected on this statement
Direct questions to the Fund Administrator - (973) 884-8598